

1 A Right.

2 Q And look at page 55 at the middle of the page -- to
3 the right of the page. Do you have it?

4 A Yes.

5 Q Do you see where it says "Executive compensation"?

6 A Yes.

7 Q And the column we referred to before, "Other annual
8 bonus, Footnote 1"?

9 A Yes.

10 Q Do you see down there "Footnote 1, bonuses are paid
11 in accordance with the executive bonus plan"?

12 A Right.

13 Q Does that refresh your recollection that there is an
14 executive bonus plan?

15 A Well, it says executive bonus plan but there is no
16 prescribed definitive executive bonus plan I think in the
17 context you're trying to, you know, put it in. As I said, it
18 can be described as discretionary on the part of the board of
19 directors of the company anytime they choose.

20 Q Look at the next page, page 56 --

21 A Okay.

22 Q See where it says "Executive bonus plan"?

23 A Yes.

24 Q See where it says "Key management employees eligible
25 to participate in the company's executive bonus plan (the

1 bonus plan) "?

2 A Yes.

3 Q And then you're still saying there's no bonus plan
4 as such?

5 A No, I'm not saying that.

6 Q Well, what are you saying?

7 A I'm saying there is, there is a bonus plan. It may
8 come and go as a function of the performance of the company at
9 our discretion, our discretion being the board of directors.

10 Q And it's your understanding that it's for key
11 management employees?

12 A It's for officers and principals. I don't believe
13 it's for key management such as general managers.

14 Q Look at the first three words of that paragraph.

15 A Okay.

16 Q And --

17 A It says "Executive officers and other key
18 employees." Is that your --

19 Q I'm taking about the first three words, "Key
20 management employees are eligible."

21 A Okay.

22 Q Not disputing that officers are also eligible. So
23 I'm asking you --

24 A I'm not going to, I'm not going to argue with what
25 it says. Says "Key management employees."

1 Q Would you look at Tab 18?

2 MR. LEADER: Was there a question?

3 MR. GREENEBAUM: He answered my question.

4 JUDGE SIPPEL: Just so that I'm clear on this --

5 MR. LEADER: You asked him to read the three words
6 and then --

7 JUDGE SIPPEL: Yeah, who are these key management
8 employees?

9 WITNESS: Who are the key management employees?

10 JUDGE SIPPEL: Right.

11 WITNESS: They could be described as the general
12 managers who often are paid some additional compensation
13 as a -- but it's not -- you know, it's a periodic thing we do
14 on a discretionary basis.

15 JUDGE SIPPEL: Those are the people that -- those
16 are the key management employee types that you're talking
17 about? Is it limited to those people?

18 WITNESS: I, I think it, it could arguably include
19 them. It may also be intended to include the officers of the
20 company as well, myself and my three brothers. I'd have to go
21 back and read the document again to see what the, what the
22 intent is.

23 JUDGE SIPPEL: Well, it seems to be pretty
24 straightforward. I mean, I'm not talking about a technical
25 document. This simply as a statement is a very simple

1 sentence and it says "Key management employees are eligible to
2 participate in the company's executive bonus plan." And my
3 question would be, who are the key management employees?

4 WITNESS: I think that would be referring to the
5 principals of the company in this case. I don't think it
6 describes other -- you know, lower-echelon people, general
7 managers --

8 JUDGE SIPPEL: Well, you got another term in here,
9 the second sentence that says "Executive officers and other
10 key employees."

11 WITNESS: That's what I want to read, judge, is --

12 JUDGE SIPPEL: Okay. Go ahead.

13 WITNESS: What -- where were we?

14 JUDGE SIPPEL: We're on page 56.

15 WITNESS: Of which tab?

16 JUDGE SIPPEL: Of Tab 14.

17 WITNESS: 14, page 56.

18 JUDGE SIPPEL: Under "Executive bonus plan." It's
19 the same section Mr. Greenebaum was asking you questions on.

20 BY MR. GREENEBAUM:

21 Q Your Honor, while he's reading that, you may want to
22 back up to page 55, "Executive compensation," where it starts
23 "The following table" -- get to complete definition think you
24 have to start there and then move on to where you were because
25 I think it identifies who these executive officers are

1 A Yeah, it says right here, says "Under the bonus plan
2 -- words are established for executive officers." There's
3 only four officers of the company, therefore that's us. This
4 is not intended to include general managers are the company.
5 It's executive officers.

6 JUDGE SIPPEL: But how about the other key
7 employees?

8 WITNESS: I think, I think the answer to that is is
9 this particular -- see where it says "Bonus -- of 10 million?"
10 That refers to the principals of the company only, not the
11 operating, operating general managers and people of that
12 nature. That would not be described in there to my knowledge.
13 Wasn't a disclosure requirement. So it does not necessarily
14 include them by definition in terms of well, this is Joe Blow
15 and this is how much he made in terms, in terms of a bonus.

16 JUDGE SIPPEL: Then going back to page 55, it says
17 "All executive officers and significant employees as a group
18 are eight persons -- " --

19 WITNESS: Right. That --

20 JUDGE SIPPEL: -- " -- for which there were other
21 bonuses of 1.2 million."

22 WITNESS: Those would be the -- see, they're not
23 named individually?

24 JUDGE SIPPEL: There's eight persons though.

25 WITNESS: Yeah -- they're general managers,

1 financial officer, that type of thing, general sales manager.

2 BY MR. GREENEBAUM:

3 Q Well, Your Honor, eight persons' names under
4 management on page 54.

5 A Pardon me?

6 JUDGE SIPPEL: On page 54 they're all named.

7 BY MR. GREENEBAUM:

8 Q Says "Executive officer, directors and significant
9 employees."

10 A It does not include general sales managers though so
11 we, we have a compensation plan for general sales managers
12 that is top-line driven and it's not, it's not described in
13 there -- not necessary from the -- point of view. So that's
14 what included in the --

15 JUDGE SIPPEL: Well, I'm going to ask one more
16 question, I hope one more question and then let you move on,
17 but "Key management employees" are the first three words under
18 "Executive bonus plan" on page 56.

19 WITNESS: Right.

20 JUDGE SIPPEL: And I heard you to tell me that in
21 the final analysis you believe that to be just the four
22 principals.

23 WITNESS: I, I think it must include only -- by
24 virtue of what the last paragraph says. It doesn't, doesn't
25 suggest that there is anything above and beyond 10 million

1 | which I think if you go back and read the numbers you find the
2 | numbers add up to be 10 million as opposed to something more
3 | than 10 million which would have been paid out to the
4 | additional eight people. Do you see my point?

5 | JUDGE SIPPEL: I see what you're saying, I'm not
6 | necessarily prepared to adopt it, but I see what you're
7 | saying. I hear what you're saying. For my own purposes I'm
8 | going to leave it there. I'm going to return it back to
9 | Mr. Greenebaum.

10 | BY MR. GREENEBAUM:

11 | Q Look at Tab 18, page 21, bottom of the page.

12 | A Okay.

13 | Q And do you see the section marked "Executive
14 | compensations" followed by "Summary compensation table"?

15 | A Yes.

16 | Q And at "Bonuses" Footnote 1? Do you see that?

17 | A Yes.

18 | Q Does this accurately reflect your compensation
19 | including bonuses for the --

20 | A Yes, it does.

21 | Q -- for 1993? A special bonus of \$10 million paid to
22 | the officers of the company that year?

23 | A Yes.

24 | WITNESS: -- referring to over here on page 55 was
25 | intended to include executive officers only.

1 JUDGE SIPPEL: Well, I'll read it again in context
2 when we get the transcript.

3 MR. GREENEBAUM: Would Your Honor indulge us for one
4 moment?

5 JUDGE SIPPEL: Go off the record for a minute.
6 (Off the record. On the record.)

7 BY MR. GREENEBAUM:

8 Q Mr. Smith --

9 A Sir?

10 Q -- does Sinclair have a loan program available for
11 its employees?

12 A There is no defined loan program at all. We have
13 been known on occasion to advance money to people for
14 individual personal needs.

15 Q Have you had loans made to yourself?

16 A Pardon me?

17 Q Have you made loans from the company?

18 A Yes.

19 Q And each of your brothers has as well?

20 A I don't specifically recall my brothers. I think
21 they have but I couldn't tell you when and where and specific
22 amount loaned -- have to me though.

23 JUDGE SIPPEL: Let's go off the record.

24 (Off the record. On the record.)

25 JUDGE SIPPEL: Let's go on the record.

1 Mr. Greenebaum?

2 MR. GREENEBAUM: I think Mr. Howard after talking to
3 Mr. Leader --

4 JUDGE SIPPEL: Thank you.

5 BY MR. HOWARD:

6 Q Mr. Smith, you described that there's an informal
7 plan for lending persons associated with the company --

8 A I didn't say that.

9 Q It's the company's policy to make loans to persons
10 affiliated --

11 MR. LEADER: Objection. The premise of the question
12 was it was an informal -- I don't think the witness testified
13 that it was informal. I don't know what you're attaching of
14 the word informal but that wasn't --

15 BY MR. HOWARD:

16 Q Is there a plan?

17 A For --

18 JUDGE SIPPEL: I'll sustain the objection. Let's
19 start again. A plan for what?

20 BY MR. HOWARD:

21 Q Is there a plan at Sinclair for making loans to
22 persons affiliated with the company?

23 A There is no written described plan to my knowledge.

24 Q But it is the policy of the company to make such
25 loans to persons affiliated with the company from time to

1 time?

2 A There is no, there is no policy. It's a
3 discretionary issue.

4 Q Is it a practice of the company to --

5 A No. It happens occasionally, there are instances
6 where it doesn't happen. When it happens it's usually very,
7 very small amounts of money for short periods of time.

8 JUDGE SIPPEL: Let me ask, is it a practice to
9 consider loans?

10 WITNESS: It's generally at a general manager level.
11 We generally tell the general managers we're not in the loan
12 business, we don't -- we're not interested in the bookkeeping
13 involved in handling loans for people but if they believe
14 personally -- something of significant interest, that an
15 employee is suffering a hardship or something then we'll
16 certainly look at it.

17 JUDGE SIPPEL: Well, do people at that level
18 understand -- they have an understanding that there's a
19 practice at the company that if they really need a loan and
20 they have a good reason for it that you'll listen to them?

21 WITNESS: No. There is no practice.

22 MR. HOWARD: I would ask the judge to take official
23 notice of a document filed with the FCC by Sinclair Broadcast
24 Group in January 6, 1994 -- Section 73.3613 of the rules
25 requiring the filings of documents, and specifically --

1 contracts, and specifically it's an indenture that Sinclair
2 Broadcast Group and it's subsidiaries entered into -- National
3 Bank of North Carolina --

4 JUDGE SIPPEL: Well, let's get it marked. This is
5 something that's not in Exhibit 40? Let's get it marked as
6 the next --

7 MR. HOWARD: I believe that would be Exhibit 41.

8 JUDGE SIPPEL: Reporter will mark this document as
9 Sinclair Exhibit No. 41 for identification.

10 MS. SCHMELTZER: Scripps Howard.

11 JUDGE SIPPEL: Scripps Howard, I'm sorry.

12 (Whereupon, Scripps Howard Exhibit 41
13 was marked for identification.)

14 BY MR. HOWARD:

15 Q This is not the complete document, Mr. Smith. It
16 consists -- what I've handed you consists of a cover page --
17 describing it as a -- pursuant to the rule -- cover page of
18 the document which is an indenture dated December 9, 1993 --
19 page 19 of the document which would be relevant to the purpose
20 that I'd like to ask you about.

21 A Okay.

22 Q To reflect a concern that counsel raised, it's
23 understood that this document -- this indenture agreement has
24 been superseded in some way.

25 MR. LEADER: -- superseded -- this particular one is

1 not operative --

2 JUDGE SIPPEL: It's not operative at this time.

3 BY MR. HOWARD:

4 Q I ask you to look at page 19, the last paragraph
5 that is described -- describes permitted investment. Do you
6 see that?

7 A Yes, permitted investments as defined -- agreement.

8 Q Yes, and then it states "Permitted investment means"
9 and then it lists a number of investments that would be
10 permitted to the company. Is it your understanding that means
11 permitted to Sinclair under the terms of this indenture?

12 A It means investments in business ventures I think is
13 what the thing is intended to focus on generally.

14 Q Yes. If you would look at subsection vii. Would
15 you read that?

16 A Sure. It says "Loans up to an aggregate of
17 \$1 million outstanding at any one time to employees pursuant
18 to the benefits available to the employees of the company or
19 any restricted subsidiary from time to time in the ordinary
20 course of business."

21 Q Does that refresh your recollection as to whether
22 there is a policy or a practice to make loans to employees?

23 A As I said, there is no specific policy and there is
24 no specific practice. It is a discretionary issue. All this
25 does is permit the discretion.

1 Q If I may ask you what the -- what was the purpose of
2 putting in this section of permitted investments?

3 A To permit the discretion.

4 Q For loans to, to who?

5 A Whomever we choose to within the company.

6 Q And do you think -- and would that include loans to
7 the executive officers of the company?

8 A It could. Not necessarily limited to, but it could.

9 Q I understood not limited to, but --

10 BY MR. GREENEBAUM:

11 Q Mr. Smith, if you'd look at Tab 24 --

12 A Is that all for this?

13 JUDGE SIPPEL: Are we finished with this? Are you
14 going to move it into evidence?

15 MR. HOWARD: Yes, Your Honor, I'd move it into
16 evidence.

17 JUDGE SIPPEL: Objection?

18 MR. LEADER: No.

19 JUDGE SIPPEL: It's received.

20 MR. LEADER: It's irrelevant.

21 (Whereupon, Scripps Howard Exhibit
22 41, previously identified, was
23 received into evidence.)

24 JUDGE SIPPEL: Which tab, Mr. Greenebaum?

25 BY MR. GREENEBAUM:

1 Q Exhibit 40, Tab 24. These documents have been
2 stipulated to by counsel. I just want you to look at Tab 24
3 and see if that refreshes your recollection if -- borrowed
4 money from the company --

5 MR. ZAUNER: Objection. There's nothing before us
6 to -- for him to refresh the recollection about.

7 MR. LEADER: He's just said -- I mean --

8 JUDGE SIPPEL: Wait just a minute. Let's get the
9 Tab 24. I'll sustain the objection in the sense that the
10 premise of -- ask you restate the premise of your question.

11 BY MR. GREENEBAUM:

12 Q Is this your signature on the promissory note --

13 MR. LEADER: That's stipulated.

14 MR. ZAUNER: Stipulated.

15 MR. LEADER: I know it's cross-examination but
16 there's cross-examination and cross-examination and we've
17 stipulated that all the signatures are accurate, that these
18 are correct business records.

19 JUDGE SIPPEL: Well, you're right, you're correct,
20 Mr. Leader, but I think that Mr. Greenebaum has been getting
21 answers here that, you know, I don't recall this, I don't
22 recall that and maybe he's trying to establish whether or not
23 if the witness recognizes a signature or some event about the
24 document it will move faster. I'm not sure.

25 MR. LEADER: The witness has not disputed the

1 authenticity of this, the witness has given complete testimony
2 on the loan programs available at the company and we've even
3 let in this document that was negotiated to permit him to do
4 that if they had to.

5 MR. GREENEBAUM: I'm not asking the question are you
6 saying there's no program that gave them the right to exercise
7 discretion, I'm trying to find out with what frequency they
8 exercised this discretion --

9 MR. LEADER: Who cares?

10 MR. ZAUNER: Who cares? Why? Why do we care how
11 often they exercise their discretion? What difference does
12 that make to this proceeding? I object on the grounds of
13 relevance if that's where this line is going.

14 JUDGE SIPPEL: Mr. Greenebaum?

15 MR. GREENEBAUM: I'll withdraw the question.

16 JUDGE SIPPEL: All right.

17 BY MR. GREENEBAUM:

18 Q Take a look at Tab 33, would you, please, sir -- if
19 you've seen this Broadcast Station -- Appointment Report --

20 A Yes.

21 Q -- 1991?

22 A Yes.

23 Q Bears your signature?

24 A Yes.

25 Q If you look at the back of that page it says "Full-

1 time paid officers and managers -- ." See that?

2 A Yes.

3 Q Now, if you look at Tab -- and total number of
4 people there is 10. Do you see that?

5 A Right.

6 Q Now, look at Tab 2 if you would and look at page
7 FJC0009 -- wage report for the same period --

8 A What's the page reference, Mr. Greenebaum?

9 Q FJC0009.

10 A Okay.

11 Q And that says at the bottom "Number of employees,
12 10." Do you see that?

13 A Yes.

14 Q And it lists those 10 up above under the names of
15 employee?

16 MR. LEADER: Objection.

17 JUDGE SIPPEL: Yes, Mr. Leader?

18 MR. LEADER: Mr. Greenebaum hasn't laid a foundation
19 -- appropriate foundation because he elicited testimony
20 earlier on Tab 2 as to the time period involved which was a
21 three-month period but the employment report is for a two-week
22 period so unless he can demonstrate and establish that we're
23 talking about coterminous time periods I think his questioning
24 is going to be confusing.

25 JUDGE SIPPEL: Let's see if we can get further

1 clarification.

2 BY MR. GREENEBAUM:

3 Q Under the Annual Employment Report 1991 it says "Pay
4 period covered by this report 3/7/91 through 3/22/91." Do you
5 see that?

6 JUDGE SIPPEL: Which tab are you on now, 33?

7 BY MR. GREENEBAUM:

8 Q Tab 33.

9 A 33, front page, Section 3.

10 Q Signed by you on April 25, 1991. Is that correct?

11 A Yes.

12 Q Now, if you'll look at FJC0009 which is for the
13 quarter ended December 31, 1991. Is that correct?

14 JUDGE SIPPEL: That's in Tab 2.

15 BY MR. GREENEBAUM:

16 Q That's right. My question is, of the 10 people
17 listed under the "Name of employee," on Tab 2, the same 10
18 referenced by -- on the back of Tab 33 where it says 10?

19 A I guess the question is it -- this is for October,
20 November, December of '91 and this is for a two-week period in
21 March of '91 so I can't answer the question.

22 Q You know that Mr. Amie worked at Sinclair the whole
23 year 1991 did you not?

24 A Yes.

25 Q And you knew the same about Ruth Ellen Egger

1 (phonetic) did you not?

2 A Ruth Ellen Egger, yes.

3 Q You knew the about Arthur Lazarus (phonetic)?

4 A I'm not sure about Mr. Lazarus because I know he was
5 terminated sometime. I couldn't tell you specifically what
6 the time period he was terminated.

7 Q Now --

8 A Couldn't tell you what year it was.

9 Q I want to save time, Mr. Smith. Do you recall in
10 your deposition --

11 MR. LEADER: Can I maybe help you out?

12 MR. GREENEBAUM: He testified to it in his
13 deposition.

14 MR. LEADER: Yeah, but I think your question is -- I
15 think what we would stipulate to is that there were 10
16 employees in this two-week pay period on the EEO -- FCC EEO
17 395 and that there were 10 employees on FJC0009 but I'm not
18 sure that we can stipulate that they're the same 10 employees.
19 I mean, I'm just trying to help you out?

20 BY MR. LEADER:

21 Q I'll go through it. They're the same people all the
22 way through for a couple of years and so I'm going from year
23 to year. But let me ask you this to try and refresh his
24 recollection, do you recall at your deposition July 21, 1994,
25 when we were talking about --

1 JUDGE SIPPEL: Let's get a page reference for
2 Mr. Leader so he can find this.

3 BY MR. GREENEBAUM:

4 Q Starts on page 45, bottom of the page and talking
5 about what is now Tab 33.

6 Question: "Do you see at the bottom of the page it
7 says the number of employees are 10 as we've previously
8 discussed?"

9 Answer: "Right."

10 Question: "Are those 10 people above under the
11 employee column?"

12 Answer: --

13 Question: "Would you just tell me whether or not
14 it's your understanding 10 people are reflected on FJC0009
15 identify the 10 people under column -- on Exhibit 7?"

16 Answer: "I would think that would be accurate --
17 thank you."

18 Do you recall that?

19 A I think I said I think it would be and I prefer to
20 say the same thing now, I think it is but I can't specifically
21 tell you.

22 Q Look at page FJC004.

23 MR. ZAUNER: Can I ask what is the purpose of this,
24 what are you trying to prove by this?

25 MR. GREENEBAUM: These two documents --

1 MR. ZAUNER: But why? Why do you want to prove
2 those two documents are the same? That's the -- the point is
3 -- Your Honor, I think what he wants to prove is that this
4 gentleman is included in those numbers. I think that's
5 essentially what he wants to prove. Why doesn't he just ask
6 him are you included in the, in the number 10 in the
7 employment form? If he answers yes, we can move on to
8 something else.

9 BY MR. GREENEBAUM:

10 Q All right. Look at page -- Tab 33, back page where
11 it says "Full-time paid employee data." See that under
12 Section 5, "Employee data"?

13 A Where are we now, Mr. Greenebaum?

14 Q Tab 33.

15 A Tab 33? Okay.

16 Q See that?

17 A Yes.

18 Q And do you see where it says "Full-time paid
19 employee data, officials and managers, five"?

20 A Right.

21 Q Who are those five people?

22 A They're four officials and one financial manager, I
23 believe would be David Amie. The four officials I believe are
24 probably my brothers and myself.

25 JUDGE SIPPEL: Is there anything more that really is

1 needed to be gotten from these documents?

2 MR. GREENEBAUM: I only want to put it in for the
3 years '92, '93 and '94 as Exhibits 42, 43 and 44.

4 JUDGE SIPPEL: Exhibits 42, 43 and 44? Those will
5 have to be marked for identification. But they're all going
6 to show -- what you're essentially trying to show is that
7 these four principals were listed as employees on the
8 employment data, the EEO employment reports.

9 MR. LEADER: Under the category of officials and
10 managers.

11 JUDGE SIPPEL: Under the categories as identified
12 officials and managers, yes, Mr. Leader.

13 MR. GREENEBAUM: I believe that's a subsection of a
14 broader title called full-time paid employee data -- top left-
15 hand corner.

16 MR. LEADER: That's because the Commission doesn't
17 have two forms, one for employees and one for officials and
18 managers, Mr. Greenebaum.

19 JUDGE SIPPEL: Well, if the document is -- the
20 document has all these categories that both sides have
21 referenced. Now, which document gets which number?

22 MR. GREENEBAUM: '92 is 43, '93 is 43 and '94 is 44.

23 (Whereupon, Scripps Howard Exhibits
24 42, 43 and 44 were marked for
25 identification.)

1 JUDGE SIPPEL: And with those in evidence will that
2 conclude this portion --

3 MR. GREENEBAUM: Yes.

4 JUDGE SIPPEL: -- this portion of the cross-
5 examination?

6 BY MR. GREENEBAUM:

7 Q Well, I guess I got to ask him one question. Let's
8 start with 42.

9 JUDGE SIPPEL: The reporter will mark these for
10 identification as Scripps Howards Exhibits 42, 43 and 44.
11 Witness is waiting for a question.

12 BY MR. GREENEBAUM:

13 Q I'm sorry, Your Honor. On Exhibit 42, Mr. Smith,
14 look at the --

15 A Which one is 42, now?

16 JUDGE SIPPEL: That's the '92 annual report.

17 BY MR. GREENEBAUM:

18 Q The five people listed as officials and managers
19 again is Mr. Amie and you and your brothers?

20 A I presume it is Mr. Amie, yes, sir.

21 Q If you'll look at Exhibit 43 for 1993 suggests that
22 there are now six --

23 A It may be that Kim Tipton (phonetic) --

24 Q Would it include you and your brothers?

25 A Pardon me?

1 Q Would include you and your brothers?
2 A Yes, that's correct.
3 Q And on Exhibit 44 for 1994 it has -- that would
4 again be you and your brothers and Mr. Amie?
5 A Yes.
6 MR. GREENEBAUM: We would move those into evidence,
7 Your Honor.
8 JUDGE SIPPEL: Objection? They're received in
9 evidence as Scripps Howards Exhibits No. 42, 43 and 44.
10 (Whereupon, Scripps Howard Exhibits
11 42, 43 and 44, previously identified,
12 were received into evidence.)
13 JUDGE SIPPEL: Let's go off the record.
14 (Off the record. On the record.)
15 MR. GREENEBAUM: Excuse me one moment, Your Honor.
16 JUDGE SIPPEL: Off the record.
17 (Off the record. On the record.)
18 MR. GREENEBAUM: Keep the clock in mind and try to
19 consolidate some stuff so I apologize for what may be a little
20 awkward --
21 JUDGE SIPPEL: Just say when. Back on the record.
22 BY MR. GREENEBAUM:
23 Q Now, Mr. Smith, in connection with your application
24 for the construction permit for Channel 2 filed in this matter
25 in September 1991, you made a pledge to divest yourself of

1 ownership of WBFF in Baltimore -- is that correct?

2 A That's correct.

3 Q And you also made a pledge to resign, to resign from
4 your then current employment and that you were successful. Is
5 that correct?

6 A That's correct.

7 Q And you also agreed that you would limit or
8 terminate any other activities that might interfere with your
9 integration commitment. Is that correct?

10 A That's correct.

11 Q And so that's -- would it be fair to say that's
12 three things you agreed to do?

13 MR. ZAUNER: Objection. We can all count.

14 BY MR. GREENEBAUM:

15 Q Okay, and when you filed your integration and
16 diversification statement on May 7, 1993, you reiterated that
17 pledge or pledges. Is that correct?

18 A Yes.

19 Q And in Four Jacks Broadcasting, Inc. Exhibit 2, the
20 declaration of David D. Smith which is a frozen direct dated
21 September 10, 1993, you again reiterated your pledge or
22 pledges. Is that correct?

23 MR. ZAUNER: Your Honor, don't these documents speak
24 for themselves and they're all part of the record? Is this
25 leading some place?

1 JUDGE SIPPEL: The foundation is being laid for some
2 cross-examination here. I don't think this is going to take
3 too long.

4 BY MR. GREENEBAUM:

5 Q Am I correct, sir?

6 A Yes.

7 Q And I believe you told us at the hearing on November
8 15, 1993 that you played some part in the preparation of the
9 S-1 filing with the Securities and Exchange Commission. Is
10 that correct?

11 A Yes.

12 Q And you played some part in subsequent filings as
13 well?

14 A Up until the final offering, yes.

15 Q Now, let me hand you or ask you to look the filing
16 for September 28th and November 9, 1993 which would be Tabs 14
17 and 15.

18 MR. LEADER: Is there a particular page you have?

19 MR. GREENEBAUM: No.

20 MR. LEADER: Just look at the whole --

21 WITNESS: I have Tab 14 and 15.

22 BY MR. GREENEBAUM:

23 Q And would you agree with me that nowhere in the SEC
24 filing September 28th, 1993 is there any reference or hint
25 that you would resign, terminate or otherwise limit your then